

## EXHIBIT 10

Filed under seal pursuant to  
Stipulation and Order - Docket 150

1 VOLUME: I  
PAGES: 1-178  
2 EXHIBITS: 1-25  
UNITED STATES DISTRICT COURT  
3 NORTHERN DISTRICT OF MASSACHUSETTS  
SAN FRANCISCO DIVISION  
4 Case No. 4:17-cv-04056-KAW

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5 DANIEL ZEIGER, DANZ DOGGIE DAYTRIPS,  
6 and AMY FREEBORN, Individually and on  
7 Behalf of All Others Similarly Situated,  
8 Plaintiffs,  
9 vs.

10 WELLPET LLC, a Delaware corporation, and  
11 BERWIND CORPORATION, a Pennsylvania  
12 corporation,  
13 Defendants.

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14  
15 VIDEOTAPED DEPOSITION OF WELLPET  
16 LLC BY DIGVIJAY GURUNG, called as a witness by and  
17 on behalf of the Plaintiffs, pursuant to the  
18 applicable provisions of the Federal Rules of Civil  
19 Procedure, Rule 30(b)(6), before P. Jodi Ohnemus,  
20 RPR, RMR, CRR, CA-CSR #13192, NH-LSR #91, MA-CSR  
21 #123193, and Notary Public, within and for the  
22 Commonwealth of Massachusetts, at the offices of  
23 White and Williams, LLP, 101 Arch Street, Boston,  
24 Massachusetts, on Tuesday, September 11, 2018,  
25 commencing at 8:11 a.m.

1 A. Yes.

2 Q. Does WellPet negotiate at all with vendors  
3 regarding the specification of the ingredients in  
4 the three products?

5 A. No.

6 Q. About halfway down the page on page 4  
7 there's a section called "Microbiological  
8 Requirements."

9 What are -- what are "Microbiological  
10 Requirements"?

11 A. Microbiological requirements refer to  
12 things like salmonella, enterobacteria, which are  
13 expected to naturally occur at some levels in the  
14 products.

15 Q. Turn to page 5 of Exhibit 10. This is  
16 titled "WellPet Raw Material Supply Requirements."

17 Have these -- have all of these  
18 requirements listed on page 5 been in place since  
19 2012?

20 A. Yes.

21 Q. Have they all been communicated to vendors  
22 since 2012?

23 A. Yes.

24 Q. What are super sack specifications?

25 A. Super sacks are when we -- when we receive

1 products in our factory, they can either -- based  
2 on the annual volume requirements, we could either  
3 receive them in bulk trucks -- that's, like, 50,000  
4 pounds to a truck, or, if the volume is less, they  
5 could come in super sacks. Each super sack is a  
6 2,000 pound, large bag.

7 Q. Do you know what those bags are made of?

8 A. They are made of a -- they are poly woven  
9 bags.

10 Q. Does that mean they're a plastic material?

11 A. Yes.

12 Q. Can you turn to page 12 of Exhibit 10,  
13 please.

14 So it says at the top "The following  
15 process will be followed in cases where a vendor's  
16 test results (C of A) does not match with test  
17 conducted at Mishawaka."

18 Are the tests required on the C of A  
19 -- I'll rephrase that.

20 The tests reflected on the C of A the same  
21 as the requirements in the specification sheet?

22 A. That is correct.

23 Q. So the only tests that Mishawaka or the  
24 Tewksbury location do are to determine whether a  
25 product complies with the product specifications?

1           A. This was about two years after I joined  
2           the company, and I know Carolyn Naiburg was the  
3           first QA director for the company when I joined.  
4           I'm not quite sure when she left, but the person  
5           who followed her, his name was Scott Hawkes; I  
6           don't recall the exact year that he was employed.

7           Q. Okay. Was this document ever updated  
8           after January 1, 2012?

9           A. I would not know that. I have no input  
10          into updating this document.

11          Q. It's addressed on the -- on the first  
12          page, "Dear WellPet Supplier."

13                 Was this document sent to WellPet  
14          suppliers?

15          A. This would have been sent to our  
16          co-manufacturing suppliers -- companies that make  
17          finished products for us.

18          Q. How do you know this would only have been  
19          sent to co-manufacturer suppliers?

20          A. Because I have never sent it to a raw  
21          material vendor.

22          Q. As of 2012, what role were you in?

23          A. I was the commodities manager at WellPet.

24          Q. Would you have been the one communicating  
25          with suppliers in that role?

## EXHIBIT 11

Filed under seal pursuant to  
Stipulation and Order - Docket 150

**13-114-9000**REPORT DATE  
**Apr 24, 2013**  
RECEIVED DATE  
**Apr 19, 2013**SEND TO  
**24439**13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121  
www.midwestlabs.com**PAGE 1/1**ISSUE DATE  
**Apr 24, 2013****WELLPET LLC  
KRISTINE JOHNSON  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**  
For: (24439) WELLPET LLC  
ING115  
Potatoes Dried - Pellets  
42169

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: <b>230113A PO41579 Lansing</b> Lab Number: <b>12072423</b> Date Sampled: <b>2013-01-23</b>						
<b>REDACTED</b>						
Lead (total)	n.d.	ppm	5	AOAC 985.01 (mod)	rrd3-2013/04/23	kkh9-2013/04/24

**REDACTED**

All results are reported on an AS RECEIVED basis. n.d. = not detected ppm = parts per million ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann@midwestlabs.com (402)829-9892

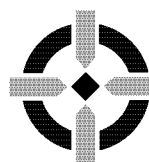
The result(s) issued on this report only reflect the analysis of the sample(s) submitted.

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## EXHIBIT 12

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**13-114-9366**REPORT DATE  
**Apr 24, 2013**  
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www.midwestlabs.com**PAGE 1/1**ISSUE DATE  
**Apr 24, 2013****WELLPET LLC  
KRISTINE JOHNSON  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**  
For: (24439) WELLPET LLC  
ING213  
Herring Meal  
42169

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: PO42923 LOT25665-12	Lab Number: 12072428	Date Sampled: 2013-04-17	<b>REDACTED</b>			
Lead (total)	n.d.	ppm	5	AOAC 985.01 (mod)	rrd3-2013/04/23	kkh9-2013/04/24

**REDACTED**

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cc: Account(s) 17602 WELLPET LLC

For questions please contact:

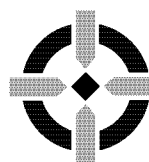
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sueann@midwestlabs.com (402)829-9892

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## EXHIBIT 13

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**13-114-9368**REPORT DATE  
**Apr 24, 2013**  
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www.midwestlabs.com**PAGE 1/1**ISSUE DATE  
**Apr 24, 2013****WELLPET LLC  
KRISTINE JOHNSON  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**  
For: (24439) WELLPET LLC  
ING215  
Menhaden Fish Meal  
42169

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: <b>310113K PO41775 Daybrook</b> Lab Number: <b>12072430</b> Date Sampled: <b>2013-01-31</b>						
<b>REDACTED</b>						
Lead (total)	n.d.	ppm	5	AOAC 985.01 (mod)	rrd3-2013/04/23	kkh9-2013/04/24

**REDACTED**

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cc: Account(s) 17602 WELLPET LLC

For questions please contact:

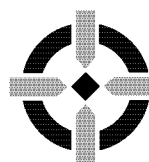
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## EXHIBIT 14

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**13-120-9054**REPORT DATE  
**Apr 30, 2013**  
RECEIVED DATE  
**Apr 24, 2013**SEND TO  
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Laboratories, Inc.®**13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121  
www.midwestlabs.com**PAGE 1/1**ISSUE DATE  
**Apr 30, 2013****WELLPET LLC  
KRISTINE JOHNSON  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**  
For: (24439) WELLPET LLC  
ING221  
Whitefish Slurry  
42169

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: 4-12-13 ING221    Lab Number: 12075012    Date Sampled: 2013-04-18						
<b>REDACTED</b>						
Lead (total)	n.d.	ppm	5	AOAC 985.01 (mod)	rrd3-2013/04/26	kkh9-2013/04/29

**REDACTED**

All results are reported on an AS RECEIVED basis. n.d. = not detected ppm = parts per million ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann@midwestlabs.com (402)829-9892

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## EXHIBIT 15

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**WellPet LLC**  
**Finished Product Specification**  
All information is confidential and the property of WellPet LLC

**I. PRODUCT NAME**

Wellness Complete Health Whitefish & Sweet Potato

**II. REASON FOR CHANGE**

Packaging Transition

**III. EFFECTIVE DATE**

05/22/2013

**IV. SUPERSEDES**

09/15/2010

**V. DESCRIPTION**

Wellness Complete Health Whitefish & Sweet Potato Recipe dry dog food, is an extruded triangle-shaped product made with whitefish, sweet potatoes, grains and a blend of minerals and vitamins, as per the formula provided.

**VI. INGREDIENT STATEMENT**

Whitefish, Ground Barley, Rye Flour, Menhaden Fish Meal, Ground Pearled Barley, Sweet Potatoes, Canola Oil (preserved with Mixed Tocopherols), Tomato Pomace, Natural Fish Flavor, Ground Flaxseed, Dicalcium Phosphate, Calcium Carbonate, Salt, Potassium Chloride, Vitamins [Vitamin E Supplement, Beta-Carotene, Niacin, d-Calcium Pantothenate, Vitamin A Supplement, Riboflavin, Vitamin D3 Supplement, Vitamin B12 Supplement, Pyridoxine Hydrochloride, Thiamine Mononitrate, Ascorbic Acid (Vitamin C), Biotin, Folic Acid], Minerals [Zinc Proteinate, Zinc Sulfate, Iron Proteinate, Ferrous Sulfate, Copper Sulfate, Copper Proteinate, Manganese Proteinate, Manganese Sulfate, Sodium Selenite, Calcium Iodate], Choline Chloride, Mixed Tocopherols added to preserve freshness, Taurine, Rosemary Extract, Green Tea Extract.

**VII. LABEL CLAIMS**

None

Life Stages: All

**VIII. PHYSICAL REQUIREMENTS**

Parameter	Target	Minimum	Maximum	Test Method
Color	Light to medium brown			Visual
Cut Length	10.0 mm	9.0 mm	11.0 mm	Digital Micrometer
Height	11.0 mm	10.0 mm	12.0 mm	Digital Micrometer
Bulk Density	28 lbs/ft <sup>3</sup>	26 lbs/ft <sup>3</sup>	30 lbs/ft <sup>3</sup>	
Fines	0%		2%	Sieve Test US #20

**IX. CHEMICAL REQUIREMENTS**

Parameter	Target	Minimum	Maximum	Test Method
Protein	22.5%	22.0%		NIR
Fat	12.5%	12.0%		NIR
Fiber			4.5%	AOAC
Moisture	8.0%	6.0%	9.0%	NIR
a <sub>w</sub>	0.65		0.65	AOAC

**X. MICROBIOLOGICAL REQUIREMENTS**

Parameter	Target	Test Method
Total Plate Count	150,000 CFU/g	BAM
E. coli	<0.3 MPN	BAM
Salmonella	Negative in 25 g	BAM
Coliforms	100 CFU/g	BAM
C.P. Staph	<10 CFU/g	BAM
Yeast & Mold	<20 CFU/g	BAM
Enterobacteriaceae	<10 CFU/g	BAM

**XI. REGULATORY REQUIREMENTS**

Product must be manufactured in accordance with AAFCO regulations and Good Manufacturing Practices (21 CFR Part 110).

**XII. STORAGE REQUIREMENTS**

Normal warehouse conditions

**XIII. SHELF LIFE**

12 months from date of manufacture

**XIV. FORMULA**

WDDFISH

**XV. APPROVED SUPPLIER(S)**

Hagen Pet Foods, Inc.  
Broad Street Ext.  
P.O. Box 29  
Waverly, NY 14892  
(607) 565-3497

**XVI. ATTACHMENTS**

**1.0 – Product Appearance**







**WellPet LLC**  
**Finished Product Specification**  
All information is confidential and the property of WellPet LLC

**XVII. APPROVALS**

\_\_\_\_\_  
Product Development

\_\_\_\_\_  
Project Manager

\_\_\_\_\_  
Quality Assurance

\_\_\_\_\_  
Regulatory

\_\_\_\_\_  
Co-Manufacturing

\_\_\_\_\_  
Marketing

\_\_\_\_\_  
Contract Manufacturer

**Revision History**

Rev. #	Effective Date	Authorization	Signatures	Description
0308 Rev.3		Director of Quality Assurance		Initial release
0109 Rev.4		Director of Quality Assurance		Addition of salt
0910 Rev.5		Director of Quality Assurance		AAFCO compliance
0213 Rev.6	02/11/2013	Director of Quality Assurance		Addition of product image
0513 Rev.7	05/22/2013	Director of Quality Assurance		Packaging Transition

## EXHIBIT 16

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ING Number	Raw Material Description
<a href="#">ING100</a>	Brewers Rice - White
<a href="#">ING102</a>	Oat Groats
<a href="#">ING105</a>	Rice-Brown
<a href="#">ING108</a>	Barley-Dehulled
<a href="#">ING109</a>	Barley-Pearled
<a href="#">ING110</a>	Rye
<a href="#">ING112</a>	Millet
<a href="#">ING115</a>	Potatoes Dried - Pellets or Cubes
<a href="#">ING116</a>	Potatoes Dried - Ground
<a href="#">ING117</a>	Rice - Ground
<a href="#">ING118</a>	Potato-Sweet White - Pellets
<a href="#">ING121</a>	Chickpeas
<a href="#">ING123</a>	Lentils - Green
<a href="#">ING124</a>	Whole Oats
<a href="#">ING200</a>	Anchovy and Sardine Meal
<a href="#">ING202</a>	Chicken Meal
<a href="#">ING204</a>	Dried Egg Product
<a href="#">ING205</a>	Duck Meal
<a href="#">ING206</a>	Lamb Meal
<a href="#">ING207</a>	Low Ash Chicken Meal 11%
<a href="#">ING208</a>	Pork Meal
<a href="#">ING209</a>	Salmon Meal
<a href="#">ING210</a>	Potato Protein
<a href="#">ING212</a>	Pea Protein
<a href="#">ING213</a>	Herring Meal
<a href="#">ING215</a>	Menhaden Fish Meal
<a href="#">ING217</a>	Spray Dried Chicken Liver
<a href="#">ING218</a>	Sea Pro 75 - Fish Meal
<a href="#">ING219</a>	Chicken Slurry
<a href="#">ING220</a>	Lamb Slurry
<a href="#">ING221</a>	Whitefish Slurry
<a href="#">ING222</a>	Salmon Slurry
<a href="#">ING223</a>	Duck Slurry
<a href="#">ING225</a>	Turkey Slurry
<a href="#">ING226</a>	Turkey Meal
<a href="#">ING227</a>	90/10 Chicken:Chicken Liver Slurry
<a href="#">ING228</a>	83/17 Salmon:Turkey Slurry
<a href="#">ING229</a>	70/30 Whitefish:Chicken Slurry
<a href="#">ING230</a>	88/12 Chicken:Whitefish Slurry
<a href="#">ING231</a>	86/14 Turkey:Duck Slurry
<a href="#">ING232</a>	71/14.5/14.5 Duck:Boar:Rabbit
<a href="#">ING233</a>	Dried Chicken
<a href="#">ING234</a>	89/11 Lamb:Turkey Organs
<a href="#">ING235</a>	93/7 Fish:Turkey Organs
<a href="#">ING236</a>	81:19 Chicken:Chicken Organs
<a href="#">ING237</a>	Rabbit Meal

<a href="#">ING238</a>	Trout Slurry
<a href="#">ING239</a>	Tilapia Slurry
<a href="#">ING240</a>	Shrimp Meal
<a href="#">ING241</a>	Tuna Slurry
<a href="#">ING242</a>	SOPRO
<a href="#">ING243</a>	Whitefish Meal
<a href="#">ING300</a>	Chicken Fat
<a href="#">ING302</a>	Oil-Menhaden Fish
<a href="#">ING305</a>	Oil - Salmon
<a href="#">ING307</a>	Oil - Canola Non-GMO
<a href="#">ING400</a>	Beet Pulp - Pellets NGMO
<a href="#">ING401</a>	Flaxseed - Whole
<a href="#">ING402</a>	Inulin 92% - NGMO
<a href="#">ING403</a>	Oat Fiber - Unbleached
<a href="#">ING404</a>	Pea Fiber
<a href="#">ING405</a>	Tomato Pomace - Dried
<a href="#">ING500</a>	Alfalfa-Dehydrated
<a href="#">ING505</a>	Peas - Dehydrated
<a href="#">ING506</a>	Cranberries, Powder
<a href="#">ING508</a>	BlueBerries, Powder
<a href="#">ING512</a>	Wellness Large Breed Fruit-Veg Prmx NGMO
<a href="#">ING513</a>	Wellness Fruit-Veg Premix NGMO
<a href="#">ING514</a>	Wellness Cat Base Prmx NGMO
<a href="#">ING515</a>	Wellness Core Dry Prmx NGMO
<a href="#">ING518</a>	Sweet Potato-Pellets
<a href="#">ING519</a>	Holistic Fruit & Botanical Blend NGMO
<a href="#">ING520</a>	Wellness Core Puppy Prmx NGMO
<a href="#">ING521</a>	Bananas, Powder
<a href="#">ING522</a>	Dried Spinach
<a href="#">ING529</a>	Wellness Core WGM Dry Prmx
<a href="#">ING530</a>	Wellness Small Breed Base Prmx NGMO
<a href="#">ING531</a>	WellPet TruFood Fruit & Veggie Premix
<a href="#">ING532</a>	Green Beans & Apples Blend - Dehydrated
<a href="#">ING533</a>	Pumpkin Puree
<a href="#">ING534</a>	Purple Carrots
<a href="#">ING535</a>	Beet Powder
<a href="#">ING600</a>	Brewers Dried Yeast
<a href="#">ING602</a>	Flv-Lamb-Liquid-BioFlavor B13010
<a href="#">ING609</a>	Flv-Fish-Liquid-Bio Flavor F13014
<a href="#">ING611</a>	Flv-Chicken-Liquid-Optimizor B13011
<a href="#">ING612</a>	Flv-Turkey-Dry-Bio Flavor B21016P
<a href="#">ING614</a>	Flv-Duck-Liquid-BioFlavor F1920
<a href="#">ING615</a>	Flv-Chicken/Fish-Dry-BioFlavor F23015P
<a href="#">ING616</a>	Flv-Chicken-Dry-C23013P
<a href="#">ING618</a>	Flv-Fish-Dry-Bio Flavor F23016
<a href="#">ING619</a>	Flv-Fish-Dry- BioFlavor F23016P
<a href="#">ING620</a>	Flv-Chicken/Fish-Dry-BioFlavor F23015

<a href="#">ING621</a>	Flv-Chicken-Dry-BioFlavor B22024
<a href="#">ING622</a>	Flv-Chicken/Fish-Dry-BioFlavor 23033
<a href="#">ING623</a>	Flv-Chicken/Fish-Dry-Optimizador F24056
<a href="#">ING624</a>	Flv-Chicken/Fish-Dry-Optimizador F24056P
<a href="#">ING625</a>	Flv-Chicken/Fish-Dry-Optimizador F24056Y
<a href="#">ING626</a>	Flv-Chicken-Dry-C25015P
<a href="#">ING627</a>	Flv-Chicken-Liquid-C15020
<a href="#">ING628</a>	Eagle Pack Via-Lac Yogurt
<a href="#">ING629</a>	Flv-Chicken-Dry-Optimizador C25019
<a href="#">ING630</a>	Flv-Veg-Dry-Optimizador C24060
<a href="#">ING631</a>	Flv-Chicken-Dry-Optimizador C25019E
<a href="#">ING632</a>	Flv-Veg-Dry-Optimizador C24060E
<a href="#">ING633</a>	Flv-Fish-Dry-F25018
<a href="#">ING634</a>	Flv-Fish-Dry-F25018P
<a href="#">ING700</a>	Beta-Carotene 3% NGMO
<a href="#">ING701</a>	Choline Chloride 46% NGMO
<a href="#">ING707</a>	Potassium Chloride NGMO
<a href="#">ING709</a>	Eagle Pack Via-Lac Regular NGMO
<a href="#">ING711</a>	Salt with Potassium Chloride
<a href="#">ING712</a>	Ascorbic Acid (Vitamin C)
<a href="#">ING713</a>	Calcium Carbonate NGMO
<a href="#">ING714</a>	Dicalcium Phosphate 18.5% NGMO
<a href="#">ING715</a>	Potassium Chloride 50%
<a href="#">ING716</a>	Sodium Chloride (Salt)
<a href="#">ING717</a>	Probiotics Mix - Dry (Pro Form)
<a href="#">ING720</a>	Wellness Pet Trace Mineral Prmx NGMO
<a href="#">ING754</a>	Calcium Chloride
<a href="#">ING755</a>	Holistic Select General Blend NGMO
<a href="#">ING756</a>	Menadione Sodium Bisulfite Complex (Vit. K) NGMO
<a href="#">ING757</a>	WEL Canine Feline Vit Premix NGMO
<a href="#">ING758</a>	HS & EP Canine Feline Vit Premix NGMO
<a href="#">ING759</a>	WellPet Trufood Vit Premix NGMO NC
<a href="#">ING760</a>	Wellpet Trufood Trace Mineral Premix NGMO NC
<a href="#">ING800</a>	Kelp Dried
<a href="#">ING801</a>	L-Carnitine
<a href="#">ING802</a>	Naturox Dry - Mixed Tocopherols
<a href="#">ING803</a>	Taurine
<a href="#">ING804</a>	Glucosamine Hydrochloride
<a href="#">ING805</a>	Chondroitin Sulfate
<a href="#">ING806</a>	Yucca Schidigera Extract
<a href="#">ING807</a>	Naturox Liquid - Mixed Tocopherols
<a href="#">ING808</a>	Green Tea Extract
<a href="#">ING810</a>	Spearmint NGMO
<a href="#">ING812</a>	DL-Methionine
<a href="#">ING813</a>	Verdilox GT Dry Antioxidant
<a href="#">ING814</a>	Verdilox GT Liquid Antioxidant
<a href="#">ING815</a>	Yogurt Cultures

[ING816](#)

Chia Seeds

## CERTIFICATE OF ANALYSIS FLAVORS DIGESTS

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

SEE BELOW

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT   YES   ☐   N/A   ☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

BREWERS DRIED YEAST:

PROTEIN, FAT, FIBER

FLAVORS WITH PROBIOTICS:

MOISTURE, EBAC, SALMONELLA

FLAVORS DRY:

MOISTURE, PROTEIN, FAT, ASH, SALMONELLA, EBAC

FLAVORS LIQUID:

MOISTURE, pH, EBAC, SALMONELLA



## CERTIFICATE OF ANALYSIS VALUE ADD INGREDIENTS

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

SEE BELOW

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT

YES

☐

N/A

☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

DL-METHIONINE: % METHIONINE

L-CARNITINE: % CARNITINE

TAURINE: % TAURINE

GLUCOSAMINE HYDROCHLORIDE: GLUCOSAMINE (% or mg/kg)

CHONDROITIN SULFATE: CHONDROITIN (% or mg/kg)

NATUROY: % TOCOPHEROLS

VERDILOY: % TOCOPHEROLS

Yucca Extract: Moisture%

CALCIUM CHLORIDE %CaCl<sub>2</sub> 77% min or 27% Ca /52% Cl

## CERTIFICATE OF ANALYSIS PREMIXES

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

SEE BELOW

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT

YES

☐

N/A

☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

PREMIX

VITAMIN PREMIX:

MINERAL PREMIX:

VIA LAC REGULAR:

BETA-CAROTENE 3% :

CHOLINE CHLORIDE:

POTASSIUM CHLORIDE 50%:

SALT PLUS POTASSIUM CHLORIDE:

ASCORBIC ACID:

CALCIUM CARBONATE:

DICALCIUM PHOSPHATE 18.5%:

SODIUM CHLORIDE (SALT):

PROBIOTICS:

FRUIT & VEGETABLE PREMIXES:

POTASSIUM CHLORIDE plus (ING707):

VITAMIN K3 MENADIONE SODIUM BISULFITE:

REQUIREMENTS

VITAMIN A, D, E, THIAMINE

IODINE, COPPER, ZINC

ENTEROBACTERIA, SALMONELLA

BETA-CAROTENE CONTENT

CHOLINE MG/LB

POTASSIUM 50%, CHLORIDE 46%

NaCl 42%-47%, POTASSIUM 21%, CHOLINE MG/LB

99%-105% ASCORBIC ACID CONTENT

CaCo<sub>3</sub> = 77%

CALCIUM 20%, PHOSPHORUS 18.5%

SODIUM 40%, CHLORIDE 60%

LACTIC ACID BACTERIA CONTENT, SALMONELLA, EB

MOISTURE

% Potassium, mg/lb: Choline

MOISTURE, MENADIONE MIN 33%

OR MENADIONE SODIUM BISULFITE MIN 63%

## CERTIFICATE OF ANALYSIS FRUIT VEGETABLES

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

SEE BELOW

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT   YES   ☐ N/A   ☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

AFLATOXIN: ALFALFA MEAL

ING755: MINERAL PRMX REQUIREMENTS & MYCOTIXIN STATEMENT

FRUIT & VEGETABLE PREMIXES: [MOISTURE](#)

## CERTIFICATE OF ANALYSIS FIBER

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

FIBER:

SEE BELOW

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT

YES

☐

N/A

☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

AFLATOXIN: OAT FIBER

DON: OAT FIBER

PV: TOMATO POMACE

ING402 = INULIN % IS THE ONLY REQUIREMENT

# CERTIFICATE OF ANALYSIS FATS OILS

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

FFA%

PEROXIDE VALUE

SEE BELOW

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT

YES

☐

N/A

☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

## CERTIFICATE OF ANALYSIS POTATOES

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

PROTEIN:

FAT:

ASH:

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT

YES

☐

N/A

☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

CERTIFICATE OF ANALYSIS RICE

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

AFLATOXIN: (If available)

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT

YES☐ N/A☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

AFLATOXIN: EVERY LOAD  
DON: GUARANTEED ON THE SPEC

## CERTIFICATE OF ANALYSIS GRAINS

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

PROTEIN:

FAT:

FIBER:

AFLATOXIN: SEE BELOW

DON: SEE BELOW

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT YES ☐ N/A ☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

AFLATOXIN:

BARLEY, CORN, CORN GLUTEN MEAL, CHICKPEAS, LENTILS, MILLET, OATS,  
QUINOA, RICE BRAN, RYE, WHEAT GERM MEAL

DON:

BARLEY, CORN, CORN GLUTEN MEAL, OATS, QUINOA,  
RYE, WHEAT GERM MEAL



## CERTIFICATE OF ANALYSIS MEAT SLURRIES

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/SHIPMENT TEST RESULTS FOR:

MOISTURE:

PROTEIN:

FAT:

ASH:

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT

YES

☐

N/A

☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

## CERTIFICATE OF ANALYSIS MEALS PROTEINS

INGREDIENT NAME:

LOT #:

WELLPET PO#:

LOT/BATCH/SHIPMENT TEST RESULTS FOR:

MOISTURE:

PROTEIN:

FAT:

ASH:

PV: FOR MEAT MEALS (EXCLUDING DRIED EGG POWDER, SPRAY DRIED CHICKEN LIVER)

THIS INGREDIENT IS PRESERVED WITH A NATURAL ANTIOXIDANT      YES ☐ N/A ☐

COMPANY NAME:

MANUFACTURING ADDRESS:

CITY/TOWN

STATE

ZIP CODE

COUNTRY OF ORIGIN:

PLANT LOCATION or ID:

DATE OF MANUFACTURE:

SIGNED BY:

DATE:

ALSO INCLUDED UNDER MEAT MEALS:

DRIED EGG PRODUCT, SPRAY DRIED CHICKEN, SPRAY CHICKEN LIVER, DRIED CHICKEN

PEA PROTEIN:      MOISTURE, PROTEIN

POTATO PROTEIN:      MOISTURE, PROTEIN

## EXHIBIT 17

Filed under seal pursuant to  
Stipulation and Order - Docket 150

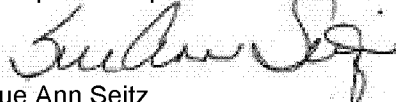
**13-170-9555**REPORT DATE  
**Jun 19, 2013**  
RECEIVED DATE  
**Jun 13, 2013**SEND TO  
**24439**13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121  
www.midwestlabs.com**PAGE 1/2**ISSUE DATE  
**Jun 19, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING209  
Salmon Meal  
44836

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: <b>Scoular 43727 210413A</b> Lab Number: <b>12098790</b> Date Sampled: <b>2013-06-12</b>						
<b>REDACTED</b>						
Lead (total)	n.d.	mg/kg	5.0	EPA 6010	cjm4-2013/06/18	bab2-2013/06/19
<b>REDACTED</b>						
Arsenic (total)	n.d.	mg/kg	10.0	EPA 6010	cjm4-2013/06/19	bab2-2013/06/19
<b>REDACTED</b>						

All results are reported on an AS RECEIVED basis. n.d. = not detected ppm = parts per million ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

  
 Sue Ann Seitz  
 Client Service Representative  
 sueann@midwestlabs.com (402)829-9892

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REPORT NUMBER

**13-170-9555**

REPORT DATE

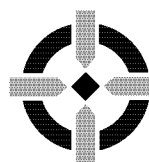
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ISSUE DATE

**Jun 19, 2013**

**WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544**

## **REPORT OF ANALYSIS**

For: (24439) WELLPET LLC  
ING209  
Salmon Meal  
44836

### **Detailed Method Description(s)**

#### **AOAC 985.01 (mod)**

Sample prep follows ME PROC 69 which is based on AOAC 935.13 (wet ash) and analysis follows PROC ME PROC 29 which is based on AOAC 985.01 (ICP). The sample is treated with a combination of heat and mineral acids to destroy organic materials and dissolve minerals. The extract is then introduced into the ICP (Inductively Coupled Argon Plasma Emission Spectrometer). In the ICP, an energized plasma is produced and as the energized plasma cools, light is emitted. Each element has a specific wavelength of light and the intensity of the light is used to quantitate the level of mineral in the sample.

The result(s) issued on this report only reflect the analysis of the sample(s) submitted.

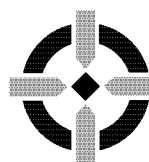
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**WLPT00008740**

## EXHIBIT 18

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**13-170-9556**REPORT DATE  
**Jun 19, 2013**  
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**Jun 13, 2013**SEND TO  
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www.midwestlabs.com**PAGE 1/2**ISSUE DATE  
**Jun 19, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING215  
Menhaden Fish Meal  
44836

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: <b>Badger 43985</b> Lab Number: <b>12098791</b> Date Sampled: <b>2013-06-12</b>						
REDACTED						
Lead (total)	n.d.	mg/kg	5.0	EPA 6010	cjm4-2013/06/18	bab2-2013/06/19
REDACTED						
Arsenic (total)	n.d.	mg/kg	10.0	EPA 6010	cjm4-2013/06/18	bab2-2013/06/19
REDACTED						

All results are reported on an AS RECEIVED basis. n.d. = not detected ppm = parts per million ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann@midwestlabs.com (402)829-9892

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**13-170-9556**

REPORT DATE

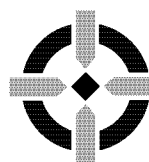
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ISSUE DATE

**Jun 19, 2013**

**WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544**

## **REPORT OF ANALYSIS**

For: (24439) WELLPET LLC  
ING215  
Menhaden Fish Meal  
44836

### **Detailed Method Description(s)**

#### **AOAC 985.01 (mod)**

Sample prep follows ME PROC 69 which is based on AOAC 935.13 (wet ash) and analysis follows PROC ME PROC 29 which is based on AOAC 985.01 (ICP). The sample is treated with a combination of heat and mineral acids to destroy organic materials and dissolve minerals. The extract is then introduced into the ICP (Inductively Coupled Argon Plasma Emission Spectrometer). In the ICP, an energized plasma is produced and as the energized plasma cools, light is emitted. Each element has a specific wavelength of light and the intensity of the light is used to quantitate the level of mineral in the sample.

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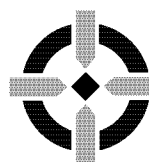
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**WLPT00008743**



## EXHIBIT 19

Filed under seal pursuant to  
Stipulation and Order - Docket 150

**13-170-9560**REPORT DATE  
**Jun 19, 2013**  
RECEIVED DATE  
**Jun 13, 2013**SEND TO  
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www.midwestlabs.com**PAGE 1/2**ISSUE DATE  
**Jun 19, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING213  
Herring Meal  
44836

Analysis	Level Found	Reporting			Analyst- Date	Verified- Date
	As Received	Units	Limit	Method		
Sample ID: <b>Scoular 44722 0000006678</b> Lab Number: <b>12098821</b> Date Sampled: <b>2013-06-11</b>						
REDACTED						
Lead (total)	n.d.	mg/kg	5.0	EPA 6010	cjm4-2013/06/18	bab2-2013/06/19
REDACTED						
Arsenic (total)	n.d.	mg/kg	10.0	EPA 6010	cjm4-2013/06/18	bab2-2013/06/19
REDACTED						

All results are reported on an AS RECEIVED basis. n.d. = not detected ppm = parts per million ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann@midwestlabs.com (402)829-9892

The result(s) issued on this report only reflect the analysis of the sample(s) submitted.

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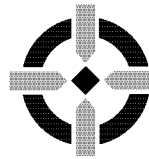
REPORT NUMBER

**13-170-9560**

REPORT DATE  
**Jun 19, 2013**

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**Jun 13, 2013**

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ISSUE DATE  
**Jun 19, 2013**

**WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544**

**REPORT OF ANALYSIS**

For: (24439) WELLPET LLC  
ING213  
Herring Meal  
44836

**Detailed Method Description(s)**

**REDACTED**

The result(s) issued on this report only reflect the analysis of the sample(s) submitted.

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**WLPT00008750**

## EXHIBIT 20

Filed under seal pursuant to  
Stipulation and Order - Docket 150

**13-330-9018**REPORT DATE  
**Nov 26, 2013**  
RECEIVED DATE  
**Nov 20, 2013**SEND TO  
**24439**13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121  
www.midwestlabs.com**PAGE 1/2**ISSUE DATE  
**Nov 26, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING213  
Herring Meal  
48932

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: <b>011113E PO 54837</b> Lab Number: <b>12183394</b> Date Sampled: <b>2013-11-19</b>						
REDACTED						
Lead (total)	n.d.	mg/kg	5.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26
REDACTED						
Arsenic (total)	n.d.	mg/kg	10.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26
REDACTED						

All results are reported on an AS RECEIVED basis., n.d. = not detected , ppm = parts per million, ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann.seitz@midwestlabs.com (402)829-9892

The result(s) issued on this report only reflect the analysis of the sample(s) submitted.

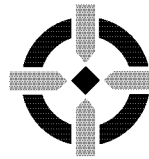
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REPORT NUMBER

**13-330-9018**

REPORT DATE  
**Nov 26, 2013**  
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**PAGE 2/2**

ISSUE DATE  
**Nov 26, 2013**

**WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544**

**REPORT OF ANALYSIS**

For: (24439) WELLPET LLC  
ING213  
Herring Meal  
48932

**Detailed Method Description(s)**

**REDACTED**

The result(s) issued on this report only reflect the analysis of the sample(s) submitted.

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## EXHIBIT 21

Filed under seal pursuant to  
Stipulation and Order - Docket 150

**13-330-9019**REPORT DATE  
**Nov 26, 2013**  
RECEIVED DATE  
**Nov 20, 2013**SEND TO  
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www.midwestlabs.com**PAGE 1/2**ISSUE DATE  
**Nov 26, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING215  
Menhaden Fish Meal  
48932

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
Sample ID: 011113C Daybrook PO 48376    Lab Number: 12183395    Date Sampled: 2013-11-19						
REDACTED						
Lead (total)	n.d.	mg/kg	5.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26
REDACTED						
Arsenic (total)	n.d.	mg/kg	10.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26
REDACTED						

All results are reported on an AS RECEIVED basis., n.d. = not detected , ppm = parts per million, ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann.seitz@midwestlabs.com (402)829-9892

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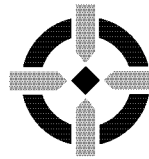
REPORT NUMBER

**13-330-9019**

REPORT DATE  
**Nov 26, 2013**

RECEIVED DATE  
**Nov 20, 2013**

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**PAGE 2/2**

ISSUE DATE  
**Nov 26, 2013**

**WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544**

**REPORT OF ANALYSIS**

For: (24439) WELLPET LLC  
ING215  
Menhaden Fish Meal  
48932

**Detailed Method Description(s)**

**REDACTED**

The result(s) issued on this report only reflect the analysis of the sample(s) submitted.

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**WLPT00008760**

## EXHIBIT 22

Filed under seal pursuant to  
Stipulation and Order - Docket 150

**13-330-9021**REPORT DATE  
**Nov 26, 2013**  
RECEIVED DATE  
**Nov 20, 2013**SEND TO  
**24439**13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121  
www.midwestlabs.com**PAGE 1/2**ISSUE DATE  
**Nov 26, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING209  
Salmon Meal  
48932

Analysis	Level Found	Reporting			Analyst- Date	Verified- Date
	As Received	Units	Limit	Method		
Sample ID: 011113G Scoular PO 48343    Lab Number: 12183397    Date Sampled: 2013-11-19						
REDACTED						
Lead (total)	n.d.	mg/kg	5.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26
REDACTED						
Arsenic (total)	n.d.	mg/kg	10.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26
REDACTED						

All results are reported on an AS RECEIVED basis., n.d. = not detected , ppm = parts per million, ppm = mg/kg

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann.seitz@midwestlabs.com (402)829-9892

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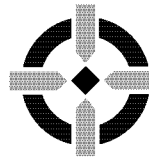
REPORT NUMBER

**13-330-9021**

REPORT DATE  
**Nov 26, 2013**

RECEIVED DATE  
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**PAGE 2/2**

ISSUE DATE  
**Nov 26, 2013**

**WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544**

**REPORT OF ANALYSIS**

For: (24439) WELLPET LLC  
ING209  
Salmon Meal  
48932

**Detailed Method Description(s)**

**REDACTED**

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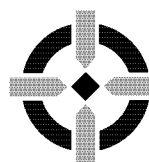
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**WLPT00008763**

## EXHIBIT 23

Filed under seal pursuant to  
Stipulation and Order - Docket 150

**13-338-9048**REPORT DATE  
**Dec 04, 2013**  
RECEIVED DATE  
**Nov 20, 2013**SEND TO  
**24439****Midwest  
Laboratories, Inc.®**13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121  
www.midwestlabs.com**PAGE 1/3**ISSUE DATE  
**Dec 04, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING114  
Potatoes Dried - Cubes  
48932

Analysis	Level Found	Units	Reporting		Analyst- Date	Verified- Date
	As Received		Limit	Method		
Sample ID: 141013A Lansing PO 47827    Lab Number: 12183382    Date Sampled: 2013-11-19						
REDACTED						
Lead (total)	n.d.	mg/kg	5.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26
REDACTED						
Arsenic (total)	n.d.	mg/kg	10.0	EPA 6010	rrd3-2013/11/22	bab2-2013/11/26

**REDACTED**

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**13-338-9048**REPORT DATE  
**Dec 04, 2013**  
RECEIVED DATE  
**Nov 20, 2013**SEND TO  
**24439**13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121  
www.midwestlabs.com**PAGE 2/3**ISSUE DATE  
**Dec 04, 2013****WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544****REPORT OF ANALYSIS**For: (24439) WELLPET LLC  
ING114  
Potatoes Dried - Cubes  
48932

Analysis	Level Found As Received	Units	Reporting Limit	Method	Analyst- Date	Verified- Date
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All results are reported on an AS RECEIVED basis., n.d. = not detected , ppm = parts per million, ppm = mg/kg , ppb = parts per billion

cc: Account(s) 17602 WELLPET LLC

For questions please contact:

Sue Ann Seitz  
Client Service Representative  
sueann.seitz@midwestlabs.com (402)829-9892

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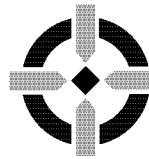
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**PAGE 3/3**

ISSUE DATE  
**Dec 04, 2013**

**WELLPET LLC  
1011 WEST 11TH ST  
MISHAWAKA IN 46544**

**REPORT OF ANALYSIS**

For: (24439) WELLPET LLC  
ING114  
Potatoes Dried - Cubes  
48932

**Detailed Method Description(s)**

**REDACTED**

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**WLPT00008754**



## EXHIBIT 24

Filed under seal pursuant to  
Stipulation and Order - Docket 150

1 UNITED STATES DISTRICT COURT  
2 NORTHERN DISTRICT OF CALIFORNIA  
3 SAN FRANCISCO DIVISION  
4 4:17-cv-04056-KAW  
5

6 DANIEL ZEIGER, DANZ DOGGIE  
7 DAYTRIPS, and AMY FREEBORN,  
8 Individually and on Behalf of  
9 All Others Similarly  
10 Situated,  
11 Plaintiffs,

V.

12 WELLPET LLC, a Delaware  
13 corporation, and BERWIND  
14 CORPORATION, a Pennsylvania  
15 Corporation,  
16 Defendants.

17 VIDEOTAPED DEPOSITION OF GREG KEAN,  
18 a witness called on behalf of the  
19 Plaintiffs, pursuant to the provisions of  
20 the California Rules of Civil Procedure,  
21 before Jill Shepherd, Registered  
22 Professional Reporter, MA-CSR #148608,  
23 NH-CSR #128, CA-CSR #13275, CLR, and Notary  
24 Public, in and for the Commonwealth of  
25 Massachusetts, at the offices of White &  
Williams, 101 Arch Street, Boston,  
Massachusetts, on Wednesday,  
September 19, 2018, commencing at 8:30 a.m.

1 Q. But no plastic?

2 A. No plastic.

3 Q. And there's also a drying process, correct?

4 A. Correct.

5 Q. And are you aware of what the containers are  
6 for the drying process at WellPet?

7 A. Sure. It's called the dryer and it is  
8 steel.

9 Q. No pieces of plastic on that dryer?

10 A. Plastic would melt in it, so they would  
11 contaminate the product.

12 Q. When it's coming out of the dryer, where  
13 does the food go?

14 A. The food is specifically blown into some  
15 pipes and then goes on to something called a  
16 bucket elevator, which carries it to  
17 something called intermediate storage bins  
18 where it's stored right before it's  
19 packaged.

20 Q. Is the bucket elevator lined with plastic?

21 A. It's not lined with plastic. It is plastic.

22 Q. Okay.

23 And is the storage plastic?

24 A. It is not.

25 Q. So it goes from the dry to the ice to the

1 bucket elevator?

2 A. There is no ice.

3 Q. Okay.

4 But the dry?

5 A. To the bucket elevator to storage.

6 Q. Okay.

7 And in the drying, it's at what  
8 temperature?

9 A. Between 280 and 350 degrees Fahrenheit.

10 Q. And then at the time it hits the bucket  
11 elevator, what temperature is the dog food  
12 at?

13 A. I don't know specifically. It's going to be  
14 much cooler. It comes out of the dryer  
15 closer to 90 degrees Fahrenheit.

16 Q. Ninety degrees. Okay.

17 We can now look at Exhibit 59, please.  
18 This will just be the ingredients and  
19 formulation as to CORE Ocean. And here it  
20 looks like the primary ingredient again is  
21 whitefish.

22 And is that as a slurry?

23 A. Yes.

24 Q. And here you will see that right after the  
25 whitefish, instead of potatoes, you will see

1 Q. Okay.

2 When did WellPet decide there was no  
3 risk?

4 MR. SAMPSON: You should consider  
5 these questions, as phrased this way: When  
6 in the period July 1, 2013 to December 31,  
7 2017 did WellPet determine that there was no  
8 risk?

9 A. July 1, 2013.

10 Q. That's when they decided there was no risk,  
11 July 2013?

12 A. With respect to this time period.

13 Q. Okay.

14 Have they reassessed the risk of heavy  
15 metals since July 1st, 2013?

16 MR. SAMPSON: I'm going to object  
17 once again to the scope of the question  
18 because it's outside the parameters of the  
19 lawsuit.

20 You may respond to it with respect to  
21 arsenic and lead.

22 A. Yes. Since we continued testing post  
23 July 1st, 2013 until the time, you know, we  
24 discontinued testing of fish meals for  
25 arsenic and lead. During that time, anytime

1 we got a test result, we would have looked  
2 at the results and considered that as part  
3 of a continued risk assessment.

4 Q. When did you stop testing? Or when did  
5 WellPet stop testing for arsenic and lead of  
6 the fish ingredients?

7 A. Mid to late 2015.

8 Q. Why did they stop testing for arsenic and  
9 lead at that time?

10 A. Because we determined that arsenic and lead  
11 were not a risk that needed to be continued  
12 to be pursued.

13 Q. What was that decision based on?

14 A. Nondetectable levels.

15 Q. And those levels were always tested at parts  
16 per million, correct?

17 A. Correct.

18 Q. If WellPet had tested per parts per billion  
19 and the results showed as what is alleged in  
20 our complaint, would WellPet have continued  
21 to have considered heavy metals a risk?

22 MR. SAMPSON: Is that the end of  
23 the question?

24 MS. PETERSON: Yes.

25 MR. SAMPSON: Okay. I object

1 because it invites the witness to speculate.

2 A. Based on a set of certain veterinarian  
3 medicine's guidance, yes.

4 Q. Okay.

5 MS. PETERSON: Let's put this down  
6 and -- it's 11:48. Would you like to do  
7 lunch now or go through one more topic and  
8 then do lunch a little later?

9 MR. SAMPSON: Why don't we ask the  
10 witness. Are we off the record or on the  
11 record?

12 MS. PETERSON: Off the record.

13 THE VIDEOGRAPHER: We're now going  
14 off the record at 11:48 a.m.

15 (Short recess.)

16 THE VIDEOGRAPHER: We're back on  
17 the record at 11:48.

18 Q. Before the break we were talking about topic  
19 five. We're now going to move on and  
20 product six -- or topic six was also covered  
21 just now. So I'm actually going to move  
22 down to topic number seven --

23 A. Okay.

24 Q. -- which is, "All research and testing  
25 conducted by you or your contractors or

1 agents to determine whether all  
2 certificates, regulations, safety  
3 guidelines, or standards, either internal or  
4 external to you, were actually met by the  
5 product as represented and/or advertised,  
6 including the results of any such research  
7 and/or testing, whether embodied in a  
8 document or electronically stored  
9 information or discussed orally,  
10 telephonically, or by other means."

11 Did I read that correctly?

12 A. Yes.

13 Q. Okay.

14 Are you prepared to testify about this  
15 topic?

16 A. I am.

17 Q. It's a big one, I know --

18 A. It's okay.

19 Q. -- but we'll break it down.

20 And when you -- looking at this topic,  
21 does it refresh your recollection as to  
22 whether you met with any specific employee  
23 at WellPet's?

24 A. Yes.

25 Q. Who did you meet with?



1 THE WITNESS: Yes.

2 MR. SAMPSON: Okay. I just wanted  
3 to be clear that you were aware that this  
4 would also fit within the scope of topic  
5 seven, and I don't know that it was -- I  
6 think he answered in a summary fashion, but  
7 not in a detailed fashion, so I just wanted  
8 to make sure that you were aware of that in  
9 case you wanted to ask further questions  
10 about it.

11 THE WITNESS: And if I may, I  
12 didn't mention this, but we are audited by  
13 the American Institute of Baking, so that's  
14 in a third-party audit, an auditor that  
15 comes in and audits our facility.

16 Q. What are they auditing?

17 A. They audit our GMPs, sanitation program, and  
18 general practices that we would relate to  
19 producing a superior, safe, finished  
20 product.

21 Q. And is that audit done -- I'm sorry, you  
22 said American Baking?

23 A. American Institute of Baking, AIB.

24 Q. Okay.

25 Does WellPet hire them to come in and

1 audit?

2 A. Yes.

3 Q. Okay.

4 So that's an elective of WellPet, that  
5 additional auditing?

6 A. Correct.

7 Q. Okay.

8 MS. PETERSON: Okay. That's all I  
9 have.

10 MR. SAMPSON: Okay.

11 THE VIDEOGRAPHER: We are now going  
12 off the record at 11:59 a.m. This is the  
13 end of the second DVD.

14 (Lunch recess.)

15 THE VIDEOGRAPHER: We are back on  
16 the record at 12:37 p.m. with the beginning  
17 of the third DVD.

18 MR. SAMPSON: While we were off the  
19 record, I asked the witness to listen to a  
20 particular question and answer that he was  
21 encountered -- that he encountered during  
22 the morning session of the deposition. He  
23 has done that and he now wants to correct  
24 the answer that he gave.

25 I would like the reporter to -- would

1           you be able to read into the record the  
2           question and the answer that he gave so we  
3           can then start from there.

4           (Reporter read back as requested.)

5           MR. SAMPSON: Mr. Kean, is that the  
6           answer you intended to give to that  
7           question?

8           THE WITNESS: No, it's not.

9           MR. SAMPSON: What is your answer  
10          to that question?

11          THE WITNESS: Based on the  
12          guidelines set by the Center for Veterinary  
13          Medicine, the answer is no.

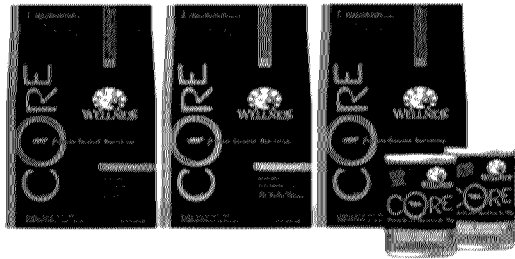
14          MR. SAMPSON: Okay. That's all I  
15          wanted to accomplish. Thank you.

16          MS. PETERSON: Plaintiffs' counsel  
17          would like to put on the record that his  
18          answer was changed and put on record after  
19          consultation with counsel, and that there  
20          was also a qualifier to his response, it  
21          wasn't simply yes, it was based on a set of  
22          certain veterinary medicine's guidance, yes.  
23          And also this deposition is being  
24          videotaped, so the answer and his response  
25          will be available on the videotape.

## EXHIBIT 25

Filed under seal pursuant to  
Stipulation and Order - Docket 150

# Wellness CORE Qualitative Research



Surveys & Forecasts, LLC  
[www.safllc.com](http://www.safllc.com)

*September  
30<sup>th</sup>, 2010*

# OBJECTIVES

## *UNDERSTAND STRATEGIC OPTIONS*

- Several strategic options are being discussed for Wellness CORE.
  - Reformulating CORE (e.g., grain-free but lower protein content).
  - A new CORE SKU (e.g., grain-free, lower protein content).
  - Line-extend other brands (e.g., Super5Mix grain-free).
- None of these options is without risk:
  - Reformulation of existing CORE ⇒ risk of alienating loyal users.
  - New CORE SKU ⇒ may dilute inherent CORE equity.
  - Extending other brands ⇒ may disturb the portfolio mix, or have other unintended consequences.

# SAMPLE & RECRUITING

- Two bulletin board focus groups (BBFGs) were conducted, one among Wellness CORE users, and one among competitive users.
  - Wellness CORE = past six month purchase or most often user.
  - Competitive defined as most often user of any other...
    - Barking at the Moon by Solid Gold [DOG]
    - BG – Before Grain by Merrick
    - Evo by Innova
    - Indigo Moon by Solid Gold [CAT]
    - Instinct by Nature's Variety
    - Felidae 'grain-free' [CAT]
    - Taste of the Wild by Diamond
    - Canidae 'grain-free' [DOG]
    - Wilderness by Blue Buffalo
    - Another 'grain-free' Dry Food

# **SAMPLE & RECRUITING**

- **Sample and email recruitment based on customer lists provided by WellPet.**
  - **Ages 25-65**
  - **Must primarily serve dry food.**
  - **Not specifically recruited for awareness of 'grain-free', to avoid overly sensitizing respondents to the terminology.**
  - **Must typically shop at:**
    - **A natural or health food store**
    - **Pet specialty chain (e.g., Petco, PetSmart, Pet Supplies Plus, etc)**
    - **An independent, locally-owned pet food store**

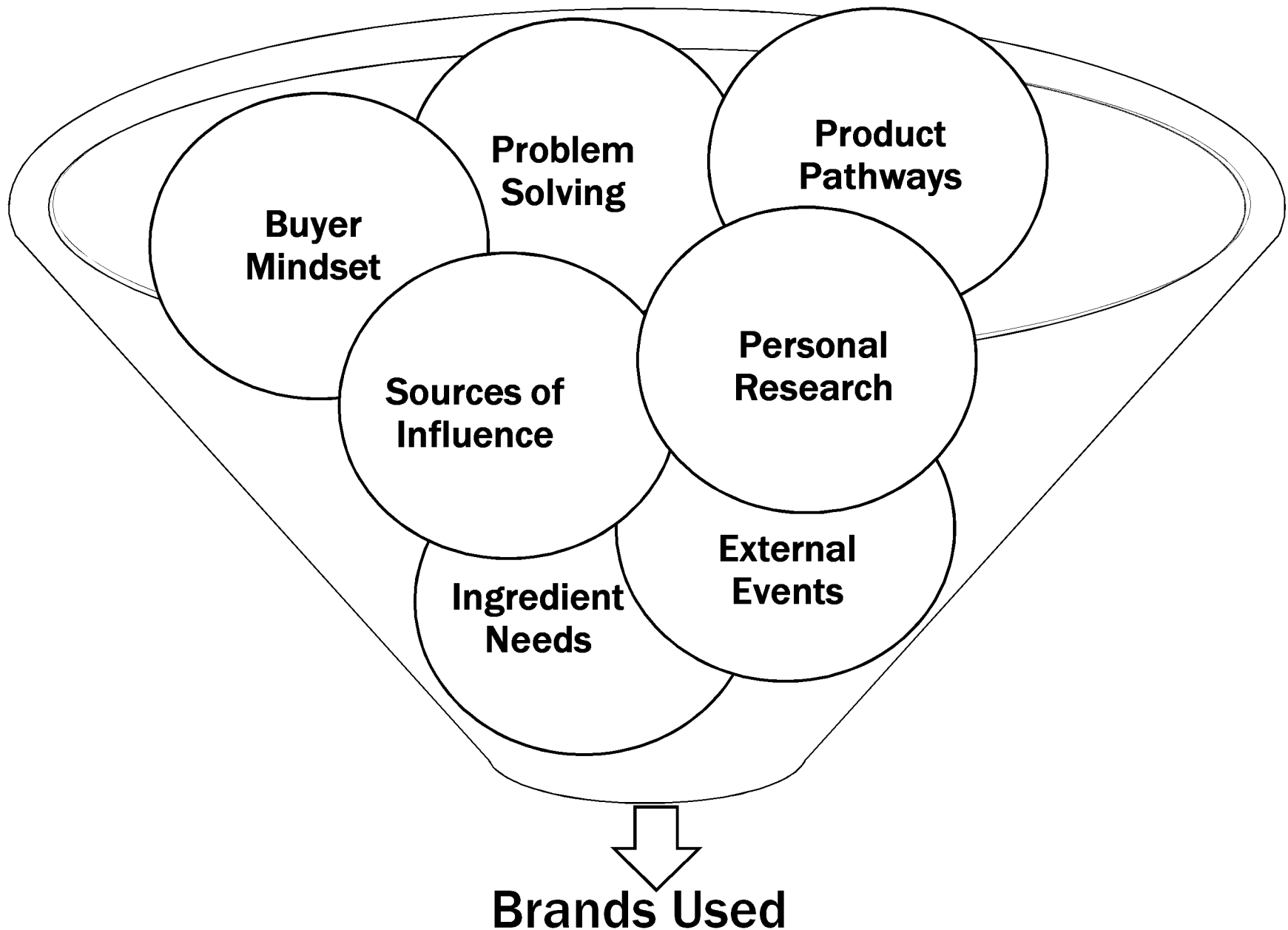


# SAMPLE & RECRUITING

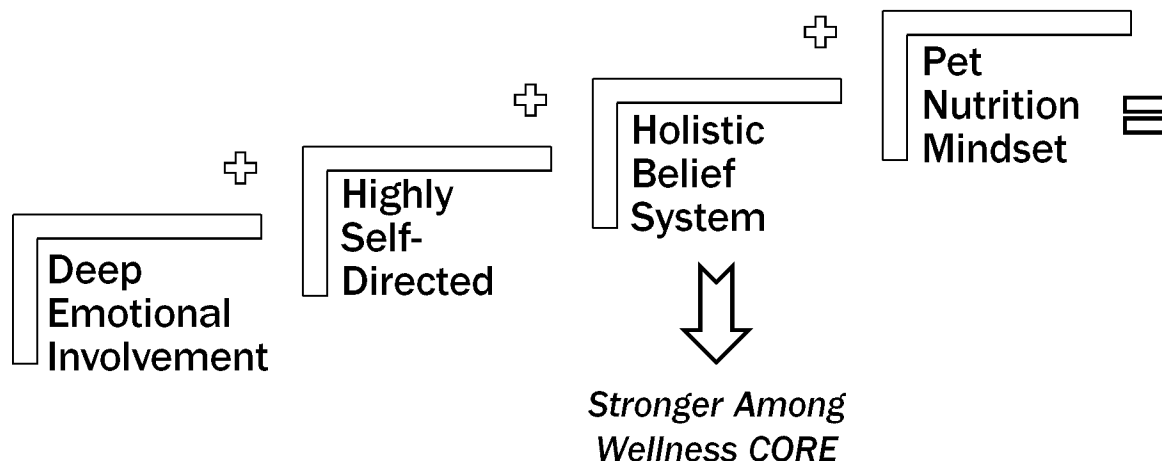
- Recruited to ultimately seat 15-20 per group.
- In the competitive cell only, some misattribution (i.e., screened for grain-free brands, but another being used).
  - Implies that some competitive 'grain-free' brands may not be as clearly defined in the minds of these buyers.

<u>Brands</u>	<u>Total</u>	<u>CORE</u>	<u>Non-CORE</u>
CORE by Wellness	40	40	-
Evo by Innova	19	8	11
Taste of the Wild by Diamond	12	2	10
Wilderness by Blue Buffalo	11	1	10
BG - Before Grain by Merrick	6	2	4
Canidae 'grain-free'	3	-	3
Barking at the Moon by Solid Gold	2	1	1
Instinct by Nature's Variety	2	1	1
Indigo Moon by Solid Gold	1	-	1
Other 'grain-free' Dry Food	<u>10</u>	<u>4</u>	<u>6</u>
Total Recruited	77	40	37

## Question Areas



# BUYER MINDSET

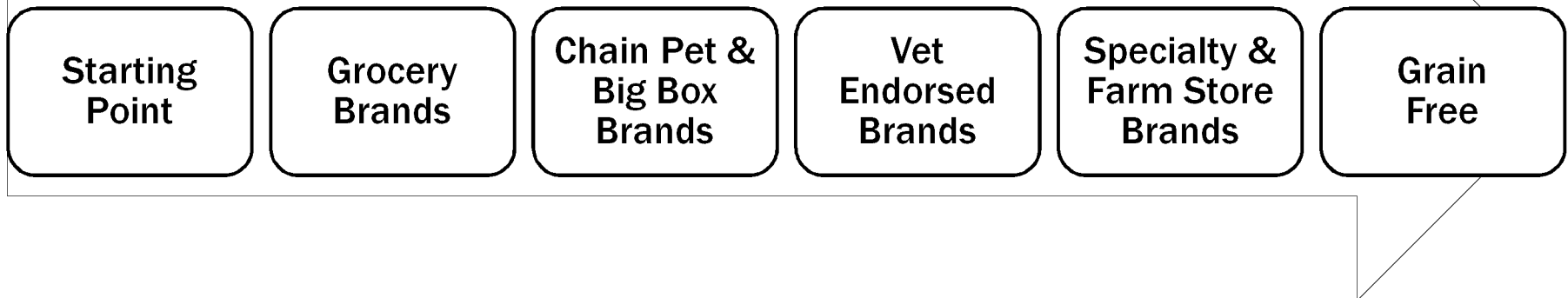


- Wellness CORE buyers and users of competitive 'grain-free' brands share strong emotional attachment to their pets.
  - Both are self-directed, acting as advocates for their pet's health.
- Wellness CORE buyers differ from competitive users by having far stronger holistic attitudes about their pet's nutrition.
  - More expressed linkage of nutrition and pet's overall well-being.

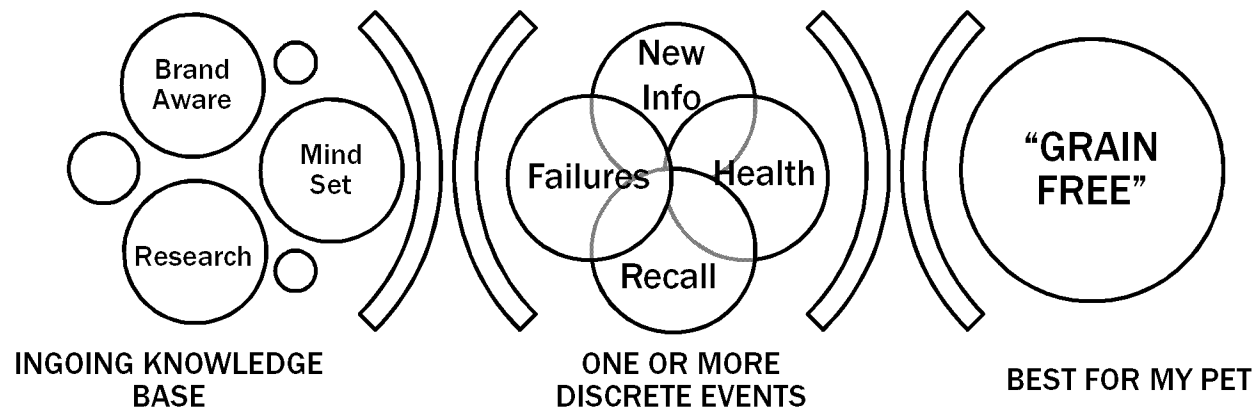
# ROUTE TO GRAIN-FREE

- **Hypothesized: linear path to reaching a 'grain-free' decision.**

*Assumes that consumers pass through multiple stages to reach a 'grain-free' choice.*



- **Reality: for various reasons, owners often jump directly to 'grain-free'.**



# PROBLEM-SOLUTION ISSUES

- Choices are also shaped by various problem-solution scenarios.

## Diabetic concerns

- *“I read recently where there is a rise in diabetes in animals due to the overfeeding of bad carbs.”*

## Allergies and digestive issues

- *“Since I have a dog with food allergies I also look for brands that offer natural limited ingredients or special diets for dogs with allergies.”*

## Weight management issues

- *“I think she's glad we understand how the quality reduces skin issues, ear infections, and the animals eat less, managing weight better.”*

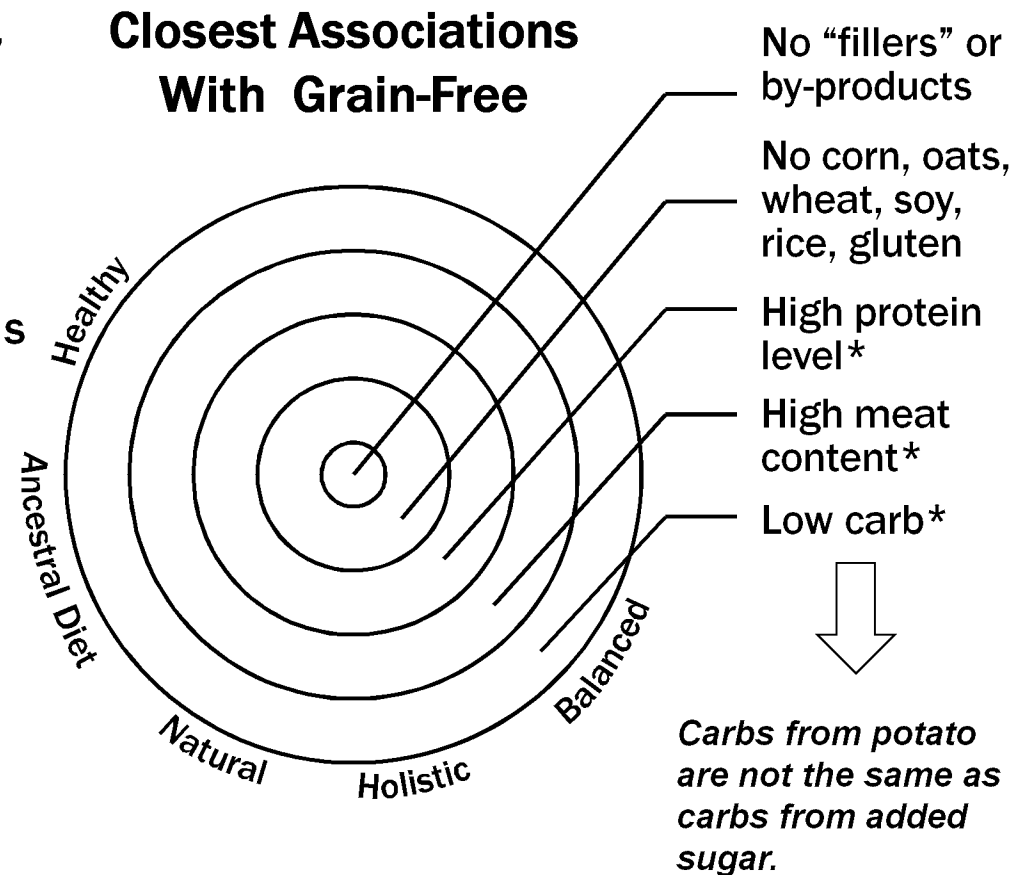
# CONSUMER UNDERSTANDING OF 'GRAIN-FREE'

- As a stand-alone term, 'grain-free' does not provide exact guidance about the ingredient mix in the food, such as the...
  - Quality of the meats
  - Quality of the protein
  - Number of meats
  - Percent of protein vs. carbs
  - Guaranteed analysis
- 'Grain-free' is useful to reassure buyers that the food...
  - Has high meat content/protein levels
  - Has ingredients in their proper relationship
  - Implies (but does not guarantee) higher quality.
- 'Grain-free' references a type versus any specific formulation per se.

# 'GRAIN-FREE' ASSOCIATIONS

## ■ 'Grain-free'...

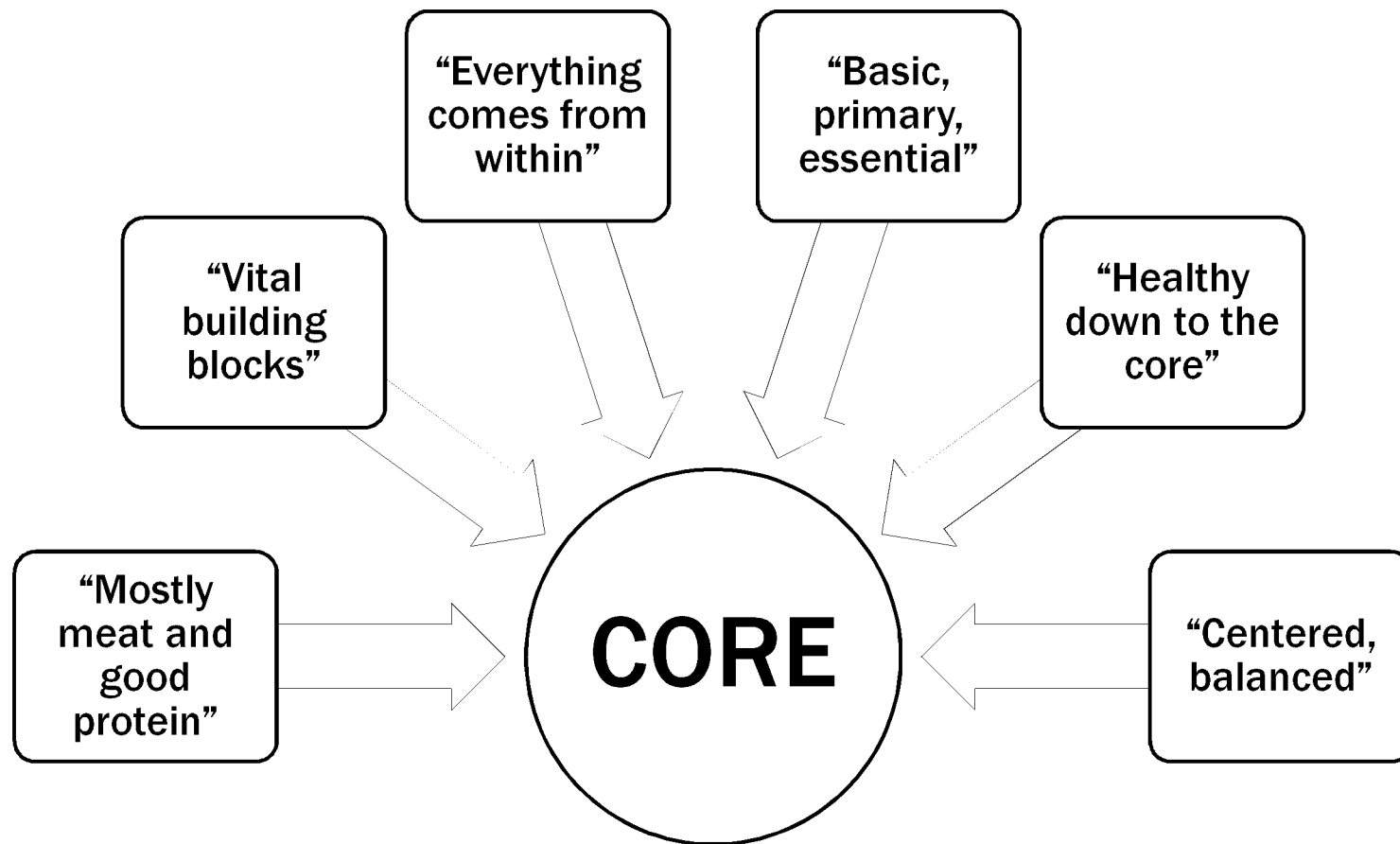
- Most directly says 'no fillers', no 'by-products', and the absence of specific grains (and gluten).
- Implies higher meat and protein content, but linkage is by deduction.
- Does not necessarily translate to 'low carb' (carbs from other sources may be present).
- Is associated with natural, holistic, balanced, healthy, and 'ancestral diet', but less strongly than other terms.



\* Grain-free is a "sign post" for these ingredients, but is NOT synonymous per se.

# **‘CORE’ BENEFIT ASSOCIATIONS**

- **Benefit associations with “core” are consistent with the general associations with ‘grain-free’.**





# **ASSUMPTIONS VS. FINDINGS**

# ASSUMPTIONS VS. FINDINGS

Ingoing Assumptions	Research Findings
<ul style="list-style-type: none"><li>• Within the ‘grain-free’ segment, CORE users are totally unique (i.e., versus users of other brands) in terms of attitudes, behavior, and beliefs about their pets nutritional needs.</li></ul>	<ul style="list-style-type: none"><li>• CORE users are very loyal, they appear to be less price sensitive, are more articulate, and have a more holistic mindset. But they are no more emotionally involved with their pets than any other brand user.</li></ul>
<ul style="list-style-type: none"><li>• CORE users entering ‘grain-free’ do so in a linear fashion, starting with the lower-priced, lower-quality brands, and progressing through various quality stages until they ultimately reach ‘grain-free’.</li></ul>	<ul style="list-style-type: none"><li>• CORE users use multiple entry points to reach ‘grain-free’, largely driven by personal research. Most common are those looking for the “Mercedes” of dog food, and health problem-solution driven.</li></ul>
<ul style="list-style-type: none"><li>• Messages of ‘ancestral diet’ and the like are compelling, and will become more so over time.</li></ul>	<ul style="list-style-type: none"><li>• ‘Ancestral diet’ or ‘diet of prey dog’ (e.g., wolf) messages are not compelling, are fringe terms, and even seen as amusing.</li></ul>
<ul style="list-style-type: none"><li>• ‘Grain-free’ conveys exact relationships about ingredient content.</li></ul>	<ul style="list-style-type: none"><li>• ‘Grain-free’ is shorthand for more protein.</li></ul>

# ASSUMPTIONS VS. FINDINGS

Ingoing Assumptions	Research Findings
<ul style="list-style-type: none"><li>• ‘Grain-free’ always means high protein, high meat, low carb, low glycemic index, etc.</li></ul>	<ul style="list-style-type: none"><li>• More generally reassures buyers about quality and protein levels, and they read the ingredient panel for details.</li></ul>
<ul style="list-style-type: none"><li>• ‘Grain-free’ is not a generally accepted term, nor does it represent products with common characteristics.</li></ul>	<ul style="list-style-type: none"><li>• ‘Grain-free’ is an accepted term, and defines a group of products seen as superior to ‘natural’ foods with grain.</li></ul>
<ul style="list-style-type: none"><li>• They expect carb sources to from non-grain sources, like potato.</li></ul>	<ul style="list-style-type: none"><li>• Generally true. Carbs sourced from simply adding sugar is unacceptable.</li></ul>
<ul style="list-style-type: none"><li>• ‘Grain-free’ is enough information for a buyer to make an informed brand decision.</li></ul>	<ul style="list-style-type: none"><li>• ‘Grain-free’ must be supported by the ingredient panel and GA for confirmation.</li></ul>
<ul style="list-style-type: none"><li>• Consumers thoroughly read the ingredient listing, having precise expectations about ingredients. They thoroughly read the GA, with precise expectations about percentage levels</li></ul>	<ul style="list-style-type: none"><li>• Partially true: more attention is paid to the ingredient list. Multiple quality meat sources are desired; others should sound healthy and be pronounceable. The GA is scanned for protein level.</li></ul>

# ROLE OF INGREDIENT LIST



- Heavy reliance on the back panel/ingredient list
- Ingredient list works to support front panel phrases
- Natural-sounding ingredients = soft reassurance

## Minimum Ingredient List Info, e.g.

- Protein shown as top ingredients by weight
- Look for highest proportions from meat protein
- Multiple meat sources desired (more=better)
- Guaranteed analysis scanned for protein level

Supports

## Front Panel, e.g.

- Grain-free
- High protein/meat
- Low carb
- Gluten-free

## "Human Grade"

- Meat
- Chicken
- Turkey
- Fish

## Low Tolerance

- Fillers
- By-products
- Anything 'meal'
- '3D'

## Desired Additives

- Glucosamine
- Probiotics
- Supplements
- Minerals

# IMPLICATIONS

# IMPLICATIONS

- Reformulating CORE, but keeping the 'grain-free' benefit, appears feasible if current protein/fat levels are maintained, and the perception of “human grade” ingredients is kept.
  - Again, ‘grain-free’ references a type versus a formulation per se, so there is some latitude here.
  - Eliminating a protein source considered “human grade” (e.g., deboned turkey, deboned chicken) carries with it more risk than removing an ingredient seen as one step removed (e.g., “turkey meal”).
- Basic risks remain...
  - CORE has the high ground on number of sources (e.g., five different quality animal protein sources) that ‘ingredient purists’ do seek.
  - While none of our respondents played this back verbatim, they do link higher protein levels with more meat sources.

# IMPLICATIONS

- Additionally...

- A meaningful proportion of CORE users in this research were loyal because it had **solved a health problem**.
- As such, any reformulation also needs to respect this part of the franchise – one that has experimented extensively and finally found success with CORE.
  - Allergies, digestive issues, weight management – often hard to solve.
  - If these buyers feel that CORE has abandoned them, leaving them without an alternative, they may defect to other grain-free choices outside of CORE.
- Some referenced the **limited number** of protein sources that CORE contained, allowing them to better isolate causes of allergic or digestive issues.
  - If maintaining protein levels means using **more** meat sources, but individually less of each type, this may alienate the problem-solvers.

# IMPLICATIONS

## ■ Of the specific options explored in this research...

- An additional Wellness CORE variety that is 'grain-free', with lower protein level, fat content, and fewer meats, seems viable\*.
  - Seen as compatible with the CORE line.
  - An attractive option for buyers with pets that have lower nutritional needs, or who have older or less active pets.
  - Quality of protein must be high enough (akin to CORE, as label readers will expect no fillers, by-products, or below human-grade).
  - Lower pricing is expected to offset any ingredient downgrade.
  - May pull in competitive users who are more concerned about absolute price point and/or are less rigid with respect to protein content.

- What do you think of an additional Wellness CORE variety that is "grain-free", with a lower protein level and fat content, and fewer meats?
- Could this new variety be a substitute for current Wellness CORE? Why or why not? What if it sold for less?
- Would this hypothetical variety fit in the CORE line? Does it conflict with what CORE now stands for? Why or why not?



# IMPLICATIONS

## ■ Super5Mix option...

- Lower (neutral-to-negative) interest in a Wellness ‘grain-free’ brand that is not CORE, with a protein level, fat/meat content closer to Super5Mix\*.
  - Less compelling to CORE users, and those committed for health reasons.
  - Bridges a gap between CORE and Super5Mix lines, and thus a pathway between them (i.e., Super5Mix upgrade vs. CORE downgrade).
  - While compatible with Super5Mix, it creates some confusion with CORE.
- As above, pricing must be attractive enough to trigger switching out of CORE, or upgrading from Super5Mix.
  - Volumetrically, this option seems superior to a CORE SKU, since it can “straddle” multiple worlds – i.e., CORE downgrades plus mainstream Super5Mix – especially if at a lower price point.

- What do you think of a new Wellness "grain-free" brand that is not CORE, with a protein level, fat content, and meat content closer to Wellness Super5Mix foods?
- Would you consider switching from CORE to this hypothetical product if it were the same price?
- What if it was less expensive than the current CORE product? How much less would it have to be for you to be interested in trying it?

# NEXT STEPS

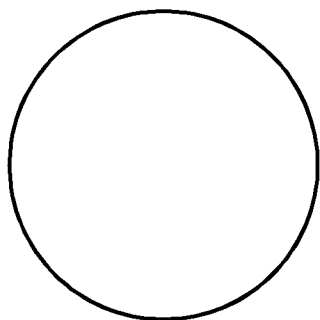
## ■ Quantitative research...

- Testing of alternative line concepts and/or sub-brand concepts (possible conceptual formulations) to better gauge appeal and understand risks.
- Concept testing/trade-off research (e.g., discrete choice) to identify the relative impact of changing/deleting ingredients, and profiling these results across different demographic or loyalty groups.

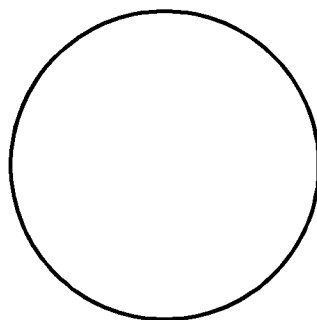
# APPENDIX

# VARYING DEGREES OF INFLUENCE

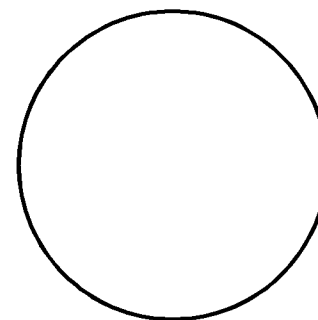
- Influencers vary depending upon resources in local market.



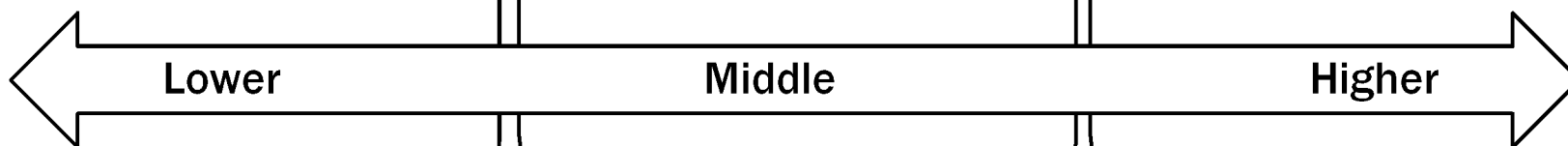
Some pet store staff are very knowledgeable about brands and their nutritional content, but varies widely by store.



Vets are respected for assessing health and routine care, but some are skeptical about pet food recommendations.

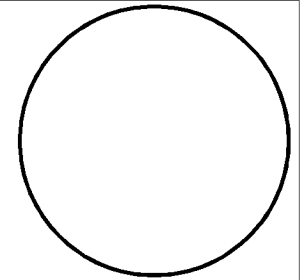


Self-directed buyers = heavier reliance on web for ingredient info, for solving problems, and in choosing brands.



# VERBATIMS

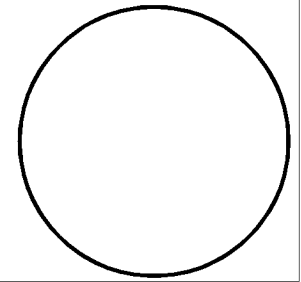
## STORE STAFF RECOMMENDATIONS



- *I rely on the advise of the extremely informed staff at the local holistic pet shop. They carry only the best of the brands available.*
- *Recommendations for the people who work at the pet food stores have a huge impact for me... mostly because I know they are talking with other pet owners who give them feedback.*
- *We presently buy our dog food [from a] "specialized" pet store (meaning they carry far more brands than supermarkets or chain pet stores), and we have been impressed with their knowledge concerning their products.*
- *The place I shop for my dog food carries many foods that are of very high quality. They have a very knowledgeable staff that I trust to help me make proper decisions on which food to give my dogs.*
- *If a prescription diet is required, of course, my vet is the first and only person I turn to for advice. In all other cases, I turn to the staff at a small, locally owned chain of pet supply stores. They have very knowledgeable staff who have been trained to help pet owners make the best choice for a pet.*

# VERBATIMS

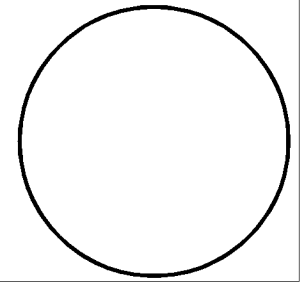
## VET IS TRUSTED, BUT LESS SO FOR PET FOOD



- *I take them to the vet twice a year for wellness exams, but as long as they keep assuring me that my pets are healthy, I don't feel the need to consult them about the food.*
- *I listen to the vet but ultimately did not buy the food recommended - if she is healthy, there is no reason to think the food isn't effective.*
- *I try not to be influenced by vets, or others who may be influenced, because they are sponsored or get free product from the manufacturer.*
- *Generally the only thing we see through the vet is Science Diet, and I have not read many positive things from their foods.*
- *I asked my vet and of course they recommended Science Diet, so I gave it a try. I think that food is junk, and I would never feed it to any animal I have again.*
- *That is an interesting question because none of my vets seem to have an opinion about the type of food I feed my animals. They are all quite happy with Science Diet, which I would never feed my pets.*

# VERBATIMS

## WEB SEARCH & COMPARISON SITES



- *I rely on the internet to get my own information on different brands of dog food.*
- *I look up all the food and treats that I am thinking about buying before I go to the store. I look at online reviews but keep an open mind. I compare dog food by going to the company's web site.*
- *The internet is my resource. I go to forums ask questions about a certain brand and they add their opinions about this particular food.*
- *When I was looking to change foods, I talked to the manager there to see what she had to say. Surprisingly, I got more and better information on the internet on the sites that compare dog foods.*
- *When I choose the current brand of food for my dog, I found that the best resource was the internet, specifically [dogfoodanalysis.com]. Their reviews are very easy to understand and their assessments make a lot of sense.*

# VERBATIMS

## INGREDIENT LISTING



- *Meat as the first ingredient (and hopefully second, third and maybe fourth) is a must. No corn, soy, wheat, no by-products or fillers.*
- *I look at the meat content and variety as the first ingredient. I want protein to be the first several ingredients. I don't want to see corn, fillers and crazy long chemical names that I can't pronounce.*
- *Ingredient [lists] are essential, I do not buy food if ingredients are listed that I have not heard, or that I have heard of and know to be crappy fillers.*
- *Tag words such as 'high protein', etc. do get my attention and I look for those on the packaging as an indication of something to check. Sometimes saying 'high protein' really isn't as high protein as one would think.*
- *Meat/protein should always be the main ingredient so that should be listed first. I like to see probiotics listed in the ingredients and also on the main packaging along with glucosamine for joints.*



# VERBATIMS

## 'GRAIN-FREE' COMMUNICATION



- *For me, 'grain-free' means no filler, no by-products, nothing that is not natural or wholesome in the ingredient list.*
- *When the food is 'grain-free' that means there is more of the quality ingredients that my dog needs. It's superior because it's balanced nutrition rather than having fillers like corn to 'fill up' the animal.*
- *I have heard 'grain-free' and to me, it means no filler foods, no miscellaneous stuff in their food, it's all real and healthy ingredients. I've heard the terms grain-free and filler-free which basically mean the same things to me.*
- *The benefits would be that there are less fillers and more real meats for protein, closer to the natural canine diet.*
- *The term 'grain-free' means to me that there is more room for real foods and not fillers that my pet doesn't need.*
- *I think 'grain-free' is an excellent descriptor. Some others might be no fillers/by-products wouldn't eat anyways.*

## EXHIBIT 26

Filed under seal pursuant to  
Stipulation and Order - Docket 150

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**From:** Catherine McCarthy </O=OMHPET/OU=FIRST ADMINISTRATIVE GROUP/CN=RECIPIENTS/CN=CMCCARTHY>  
**To:** Greg Kean  
**Sent:** 9/30/2010 12:18:27 PM  
**Subject:** Fw: Survey Payment  
**Attachments:** Wellness Presentation 2010.09.30.pptx

---

**From:** Bob Walker  
**To:** Catherine McCarthy  
**Sent:** Thu Sep 30 00:05:52 2010  
**Subject:** RE: Survey Payment

For the thumb drive...

Bob

Surveys & Forecasts, LLC  
2323 North Street  
Fairfield, CT 06824  
O +1.203.255.0505  
M +1.203.685.8860  
F +1.203.930.2230  
[www.safllc.com](http://www.safllc.com)

---

**From:** Catherine McCarthy [mailto:cmccarthy@wellpet.com]  
**Sent:** Wednesday, September 29, 2010 10:09 PM  
**To:** Bob Walker  
**Subject:** Re: Survey Payment

Funny I thought you may think that! Nope only that it was too pretty. Please send me final.

---

**From:** Bob Walker  
**To:** Catherine McCarthy  
**Sent:** Wed Sep 29 21:54:33 2010  
**Subject:** RE: Survey Payment

I did not bring a flash drive but have my laptop and can present off of that... and does the fact that you didn't insert it into your main deck mean anything bad (i.e., should be aware of)?

Thanks,

Bob

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Fairfield, CT 06824  
O +1.203.255.0505  
M +1.203.685.8860  
F +1.203.930.2230  
[www.safllc.com](http://www.safllc.com)

---

**From:** Catherine McCarthy [mailto:cmccarthy@wellpet.com]  
**Sent:** Wednesday, September 29, 2010 7:08 PM

**To:** Bob Walker  
**Subject:** Re: Survey Payment

Correct. Please bring your pres on a thumb drive. We did not insert it in the main deck.

---

**From:** Bob Walker  
**To:** Catherine McCarthy  
**Sent:** Wed Sep 29 18:13:33 2010  
**Subject:** RE: Survey Payment  
Catherine,

I'll get there by 8:15am, unless you need me there earlier. I assume business casual.

See you tomorrow.

Bob

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M +1.203.685.8860  
F +1.203.930.2230  
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---

**From:** Catherine McCarthy [mailto:cmccarthy@wellpet.com]  
**Sent:** Wednesday, September 29, 2010 11:03 AM  
**To:** Bob Walker  
**Subject:** RE: Survey Payment

Nope, don't. We will send him a coupon on our end.

---

**From:** Bob Walker [mailto:rww@safllc.com]  
**Sent:** Wednesday, September 29, 2010 11:01 AM  
**To:** Catherine McCarthy  
**Subject:** RE: Survey Payment

FYI, Shaun completed just 7 of the 23 posted questions, and then dropped out, so he was not entitled to receive an incentive. But we will send him a check to shut him up.

Bob

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M +1.203.685.8860  
F +1.203.930.2230  
[www.safllc.com](http://www.safllc.com)

---

**From:** Catherine McCarthy [mailto:cmccarthy@wellpet.com]  
**Sent:** Wednesday, September 29, 2010 10:21 AM  
**To:** Bob Walker  
**Subject:** RE: Survey Payment

Well RIP old version. I hope your slept last night.

---

**From:** Bob Walker [mailto:rww@safllc.com]  
**Sent:** Wednesday, September 29, 2010 10:20 AM  
**To:** Catherine McCarthy  
**Subject:** RE: Survey Payment

It fits in well with the implications section. The 'old' version has been laid to rest...

Bob

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M +1.203.685.8860  
F +1.203.930.2230  
[www.safllc.com](http://www.safllc.com)

---

**From:** Catherine McCarthy [mailto:cmccarthy@wellpet.com]  
**Sent:** Wednesday, September 29, 2010 10:16 AM  
**To:** Bob Walker  
**Subject:** RE: Survey Payment

OK if you think that would work. I was trying to summarize almost in ES format what we found out > I think I captured our findings in a very high level way... which I am still not sure if the "old" version of the presentation did in a BAM! Here it is way...

---

**From:** Bob Walker [mailto:rww@safllc.com]  
**Sent:** Wednesday, September 29, 2010 10:14 AM  
**To:** Catherine McCarthy  
**Subject:** RE: Survey Payment

Catherine,

I will set up as a grid (assumptions vs. actual)... need some time though.

Bob

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O +1.203.255.0505  
M +1.203.685.8860  
F +1.203.930.2230  
[www.safllc.com](http://www.safllc.com)

---

**From:** Catherine McCarthy [mailto:cmccarthy@wellpet.com]  
**Sent:** Wednesday, September 29, 2010 10:10 AM  
**To:** Catherine McCarthy; Bob Walker  
**Subject:** RE: Survey Payment

Sorry sent this too soon see below....

Bob I would really like to see more of an attack on our "what we thought" vs "what is true"

- Consumers looking for "natural category" – messages no byproducts, wheat corn soy, fillers – in many cases grain free serves as shorthand to that message – in a nutshell grain free is simply a short hand a guarantee that more good stuff is in the food. This suggests that grain free is its own legitimate segment that is believed to be superior even to natural dog food with grains
- Grain free doesn't immediately equate to high protein, low carb, low glycemic

- Consumers are not reading nor do they understand what is in the GA. As far as ingredients, they scan for the first few ingredients – looking for multiple meats and healthy sounding words they can pronounce. They are not looking for particular ingredients or carb sources (potato vs tapioca etc)
- It does not appear the CORE users is any more involved or any different than competitive grain free users – though they do appear to be more price elastic and more articulate
- Consumers entering grain free through 2 paths both driven personal research – need a solution (allergies, weight control, diabetes) or looking for “the Mercedes of dog food” which point consumers to grain free, majority of consumers in the latter camp
- Manufactures messages of around ancestral or diet of prey dog as wolf, don't really stick and even seem ridiculous – they don't buy because they think dog is ‘
- WHAT IS THE ADOPTION PATH FOR LAST BRAND USED????
- Methodology - how many final people seated in each group and what brand did they use? ( I would pretend the non grain free people didn't exist

---

**From:** Catherine McCarthy

**Sent:** Wednesday, September 29, 2010 10:06 AM

**To:** 'Bob Walker'

**Subject:** RE: Survey Payment

Bob I would really like to see more of an attack on our “what we thought” vs “what is true”

- Consumers looking for “natural category” – messages no byproducts, wheat corn soy, fillers – in many cases grain free serves as shorthand to that message – in a nutshell grain free is simply a short hand a guarantee that more good stuff is in the food. This suggests that grain free is its own legitimate segment that is believed to be superior even to natural dog food with grains
- Grain free doesn't immediately equate to high protein, low carb, low glycemic
- Consumers are not reading nor do they understand what is in the GA. As far as ingredients, they scan for the first few ingredients – looking for multiple meats and healthy sounding words they can pronounce. They are not looking for particular ingredients or carb sources (potato vs tapioca etc)
- It does not appear the CORE users is any more involved or any different than competitive grain free users – though they do appear to be more price elastic and more articulate
- Consumers entering grain free through 2 paths both driven personal research – need a solution (allergies, weight control, diabetes) or looking for “the Mercedes of dog food” which point consumers to grain free, majority of consumers in the latter camp
- Manufactures messages of around ancestral or diet of prey dog as wolf, don't really stick and even seem ridiculous – they don't buy because they think dog is ‘
- WHAT IS THE ADOPTION PATH FOR LAST BRAND USED????

---

**From:** Bob Walker [mailto:rw@saflc.com]

**Sent:** Wednesday, September 29, 2010 9:53 AM

**To:** Catherine McCarthy

**Subject:** RE: Survey Payment

Catherine,

They shouldn't be calling you... we gave clear instructions on how incentives would be handled. Yes, there was a Shaun (last name I do not have) in the CORE group.

Bob

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Fairfield, CT 06824  
O +1.203.255.0505  
M +1.203.685.8860  
F +1.203.930.2230

**From:** Catherine McCarthy [mailto:cmccarthy@wellpet.com]

**Sent:** Wednesday, September 29, 2010 9:26 AM

**To:** Bob Walker

**Subject:** Survey Payment

We have some consumers calling in wondering when they will get paid. What is that plan?

Did we have a participant by the name of Shaun Tatarka?

**Catherine McCarthy**

**Manager | New Product & Brand Strategy Development**

---

(w) 978.289.5507 (c) 978.944.2031 | [cmccarthy@wellpet.com](mailto:cmccarthy@wellpet.com)

200 Ames Pond Drive, Tewksbury, MA. 01876 | [www.wellpet.com](http://www.wellpet.com)

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## EXHIBIT 27

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Stipulation and Order - Docket 150





## **Wellpet RTB's**

### **History**

- Old Mother Hubbard was established in 1926 with a dedicated team that began working with animal nutrition experts, veterinarians and scientists to develop a food that would revolutionize the pet food industry.

### **Quality/Quality Assurance**

- All of our recipes include wholesome meats, whole grains, fruits and vegetables, with no wheat, corn or soy, and no added artificial flavors, colors, or preservatives.
- WellPet's Quality Assurance program maintains the strictest standards of food safety in the pet food business, one that exceeds Food and Drug Administration and Association of American Feed Control Officials standards for pet food.
- Ingredients and products are tested throughout the entire manufacturing process (during and after production) to ensure that nutrition and safety are never compromised.
- Each and every batch of dry food is tested against a key list of nutrient indicators and also tests negative for Salmonella.
- We require all of our facilities to pass a quality audit by NSF-Cook & Thurber\*, the leading human food auditing firm.
- Wellness requires a complete cleaning and sanitation between each product run to help ensure the purity of our food and treats.

### **Facilities**

- WellPet has spent the last 2 years expanding production at our own Mishawaka, Indiana facility, doubling the plant's capacity, allowing us to directly control stringent standards and testing procedures to ensure the quality of our food.

### **Sourcing**

- We source the highest quality ingredients from the regions they thrive in naturally, and more than 95% of our ingredients are sourced in North America.

### **Giving Back**

- The WellPet foundation supports a variety of organizations dedicated to encouraging healthy lifestyles for pets through research, education and action.
- Wellness provides food for all of their dogs at Conservation Canines, an organization that rescues shelter dogs and works toward wildlife conservation.
- Partner with Unleashed by Petco to support charities and animal rescue leagues.
- WellPet has been able to help 1 million pets.

### **Accolades**

- We recently earned a Recognition of High Achievement and “Superior” score from food safety and quality auditor AIB International for our commitment to food safety

### **Buyer Input**

- Wellness talks with thousands of natural pet parents (*via social channels, in-store activities, tours around the facility?*)<sup>\*</sup> to insure that we’re providing the best nutrition for their pets.

*\* We would need to get more granular here if we want to use, we included assumptions*

## EXHIBIT 28

Filed under seal pursuant to  
Stipulation and Order - Docket 150

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**From:** Lisa Laich </O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=F88FB2BF887944E7AD201FA36EDB41AA-LISA LAICH>  
**To:** Michael Rush; Chanda Leary-Coutu; Smedberg, Lisa (BOS-GEN); Manganiello, Matthew (BOS-GEN); Laura Tomasetti; David Tucker; Mary Perhach  
**Sent:** 8/2/2016 12:33:56 AM  
**Subject:** RE: Presentation from Friday's Wellness Briefing

No, I would not consider Wellness Way a potential new brand theme. That is a great seal that acts as an RTB for all the things that Wellness/WellPet does as a company, but it's not where we'll take the brand story. Its TBD on whether that will stay on pack or not after we align on new brand story language.

Thanks!  
Lisa

---

**From:** Michael Rush [mailto:mrush@360pr.com]  
**Sent:** Monday, August 01, 2016 10:36 AM  
**To:** Chanda Leary-Coutu; Smedberg, Lisa (BOS-GEN); Manganiello, Matthew (BOS-GEN); Laura Tomasetti; David Tucker; Mary Perhach  
**Cc:** Lisa Laich  
**Subject:** RE: Presentation from Friday's Wellness Briefing

Thank you for sending the deck, Chanda – we're looking forward to the follow-up walk-through on Friday. Carly updated us this morning that the "All Ways Well" messaging on packaging has been updated with "The Wellness Way" seal:

The Wellness Way™

- Uncompromising Nutrition
- Family-Owned
- Supporting Pets in Need
- Unrivald Quality Standards

Are you considering "The Wellness Way" as a story theme, and should we consider it for our three-year plan?

Mike

**From:** Chanda Leary-Coutu [mailto:cleary@wellpet.com]  
**Sent:** Sunday, July 31, 2016 4:39 PM  
**To:** Smedberg, Lisa (BOS-GEN) <LSmedberg@wearegenuine.com>; Manganiello, Matthew (BOS-GEN) <MManganiello@wearegenuine.com>; Michael Rush <mrush@360pr.com>; Laura Tomasetti <ltomasetti@360pr.com>; David Tucker <david@swellshark.com>; Mary Perhach <mary@swellshark.com>  
**Cc:** Lisa Laich <lilaich@wellpet.com>  
**Subject:** Presentation from Friday's Wellness Briefing

Hi all,

Thanks for the great meeting Friday! As promised, here are the slides we shared.

You should have the invite now for Friday's conference call, during which time we'll review Wellness CORE, TruFood & Snacks.

Please share this deck with anyone else on your team who may need it.

Thanks,

Chanda

**Chanda D. Leary-Coutu**  
**Senior Manager, Marketing Communications | Marketing**

---

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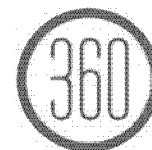


# 2016 Budget Planning and Rationale

November 5, 2015



{ *swell* SHARK }



# Planning Imperatives

- Align all of our resources
- Narrow the market list
- Focus all of our budget on a single hero product
- Utilize high-impact advertising that drives awareness
  - We cannot afford a single wasted impression
- Give consumers an opportunity to understand the Wellness Advantage
  - Utilize “Wellness Way” messaging on landing pages as RTB